

# **EXHIBIT E**

## Charkey, Alan

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**From:** Michael Pivor <mpivor@kiernantrebach.com>  
**Sent:** Friday, February 12, 2021 10:22 AM  
**To:** Charkey, Alan  
**Cc:** Sara, Gus; Vandermark, James  
**Subject:** Re: Erie Ins. Co. a/s/o Sparwasser v. Sears, Roebuck & Co. and Transform SR LLC [WWLLP-PHLDMS1.FID2824276]  
**Attachments:** image001.jpg

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That is correct.

On Fri, Feb 12, 2021, 8:59 AM Charkey, Alan <[Charkeya@whiteandwilliams.com](mailto:Charkeya@whiteandwilliams.com)> wrote:

Michael,

Thank you for the prompt response. I understand your position.

Could you please at least confirm that Transform SR LLC has assumed the liabilities of Sears, Roebuck and Company for maintenance agreements issued prior to the closing of the Asset Purchase Agreement as stated in section 2.3(e) of the APA?

Thanks.

Alan



**Alan J. Charkey**

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**From:** Michael Pivor <[mpivor@kiernantrebach.com](mailto:mpivor@kiernantrebach.com)>  
**Sent:** Thursday, February 11, 2021 5:49 PM  
**To:** Charkey, Alan <[Charkeya@whiteandwilliams.com](mailto:Charkeya@whiteandwilliams.com)>  
**Cc:** Sara, Gus <[Sarag@whiteandwilliams.com](mailto:Sarag@whiteandwilliams.com)>; Vandermark, James <[Vandermarkj@whiteandwilliams.com](mailto:Vandermarkj@whiteandwilliams.com)>  
**Subject:** RE: Erie Ins. Co. a/s/o Sparwasser v. Sears, Roebuck & Co. and Transform SR LLC [WWLLP-PHLDMS1.FID2824276]

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Alan,

Neither Transform nor I are authorized to consent or object to any motions pending in the bankruptcy court involving Sears Holding Corp. or Sears, Roebuck and Co.

**Michael Pivor**

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**From:** Charkey, Alan [mailto:[Charkeya@whiteandwilliams.com](mailto:Charkeya@whiteandwilliams.com)]  
**Sent:** Thursday, February 11, 2021 4:43 PM  
**To:** '[mpivor@kiernantrebach.com](mailto:mpivor@kiernantrebach.com)' <[mpivor@kiernantrebach.com](mailto:mpivor@kiernantrebach.com)>  
**Cc:** Sara, Gus <[Sarah@whiteandwilliams.com](mailto:Sarah@whiteandwilliams.com)>; Vandermark, James <[Vandermarkj@whiteandwilliams.com](mailto:Vandermarkj@whiteandwilliams.com)>  
**Subject:** Erie Ins. Co. a/s/o Sparwasser v. Sears, Roebuck & Co. and Transform SR LLC [WWLLP-PHLDMS1.FID2824276]

Circuit Court of Maryland, Baltimore County, No. 03-C-20-003262

Mr. Pivor,

I'm working with my colleague Gus Sara on the captioned subrogation case which you're defending on behalf of Transform SR LLC.

I've drafted the attached motion for relief for automatic stay with the bankruptcy court. I'd like to know if we could represent to the bankruptcy court that either you consent to it or at least have no objection to it.

It's our understanding that under the Asset Purchase Agreement, the Transform entities assumed the Sears liabilities arising from maintenance agreements such as that purchased by the Sparwassers. Accordingly, any settlement of this claim would not come from the assets of the bankruptcy estate.

Please let me know your position on the motion.

Thank you.



**Alan J. Charkey**

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